

SECURITIES AND EXCHANGE COMMISSION

FORM 13F-HR

Initial quarterly Form 13F holdings report filed by institutional managers

Filing Date: **2006-05-08** | Period of Report: **2006-03-31**  
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FILER

**WEISBERG & FIELDS INC**

CIK: **1056975** | IRS No.: **000000000** | State of Incorporation: **TX** | Fiscal Year End: **1231**  
Type: **13F-HR** | Act: **34** | File No.: **028-07042** | Film No.: **06817548**

Business Address  
8115 PRESTON RD  
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DALLAS TX 75225  
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UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

Form 13F

Form 13F COVER PAGE

Report for the Calendar Year or Quarter Ended: March 31, 2006

Check here if Amendment [ ]; Amendment Number:  
This Amendment (Check only one.): [ ] is a restatement.  
[ ] adds new holdings entries.

Institutional Investment Manager Filing this Report:

Name: Weisberg & Fields Inc.  
Address: 8750 North Central Expressway, Suite 1010  
Dallas, TX 75231

13F File Number: 28-07042

The institutional investment manager filing this report and the person by whom it is signed hereby represent that the person signing the report is authorized to submit it, that all information contained herein is true, correct and complete, and that it is understood that all required items, statements, schedules, lists, and tables, are considered integral parts of this form.

Person Signing this Report on Behalf of Reporting Manager:

Name: Michael H. Kane  
Title: President  
Phone: 214-373-1666

Signature, Place, and Date of Signing:

/s/ Michael H. Kane Dallas, TX May 08, 2006

Report Type (Check only one.):

- [ X] 13F HOLDINGS REPORT.  
[ ] 13F NOTICE.  
[ ] 13F COMBINATION REPORT.

FORM 13F SUMMARY PAGE

Report Summary:

Number of Other Included Managers: 0  
Form13F Information Table Entry Total: 130  
Form13F Information Table Value Total: \$164,573 (thousands)

List of Other Included Managers:

Provide a numbered list of the name(s) and Form 13F file number(s) of all institutional managers with respect to which this report is filed, other than the manager filing this report.

NONE

FORM 13F INFORMATION TABLE											
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (x\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVTMT DISCRETN	OTHER MANAGERS	VOTING AUTHORITY			
								SOLE	SHARED	NONE	
ABBOTT LABS	COM	002824100	1740	40972	SH	SOLE		40972	0	0	
ALLIANCE DATA SYSTEMS CORP	COM	018581108	246	5250	SH	SOLE		5250	0	0	
ALLSTATE CORP	COM	020002101	1156	22186	SH	SOLE		22186	0	0	
ALTRIA GROUP INC	COM	02209s103	2567	36231	SH	SOLE		36231	0	0	
AMEREN CORP	COM	023608102	650	13037	SH	SOLE		13037	0	0	
AMERICAN CAMPUS CMNTYS INC	COM	024835100	298	11500	SH	SOLE		11500	0	0	
AMERICAN EXPRESS CO	COM	025816109	575	10950	SH	SOLE		10950	0	0	
AMERICAN INTL GROUP INC	COM	026874107	2007	30365	SH	SOLE		30365	0	0	
AMERICAN STD COS INC DEL	COM	029712106	257	6000	SH	SOLE		6000	0	0	
AMGEN INC	COM	031162100	2352	32325	SH	SOLE		32325	0	0	

ANHEUSER BUSCH COS INC	COM	035229103	539	12600	SH	SOLE	12600	0	0
APACHE CORP	COM	037411105	970	14802	SH	SOLE	14802	0	0
APPLE COMPUTER INC	COM	037833100	314	5000	SH	SOLE	5000	0	0
BANK OF AMERICA CORPORATION	COM	060505104	3660	80363	SH	SOLE	80363	0	0
BELO CORP	COM SER A	080555105	954	48000	SH	SOLE	48000	0	0
BOEING CO	COM	097023105	495	6350	SH	SOLE	6350	0	0
BOSTON PROPERTIES INC	COM	101121101	3003	32200	SH	SOLE	32200	0	0
BRISTOL MYERS SQUIBB CO	COM	110122108	719	29200	SH	SOLE	29200	0	0
BUCKEYE PARTNERS L P	UNIT LTD PARTN	118230101	569	13330	SH	SOLE	13330	0	0
BURLINGTON RES INC	COM	122014103	492	5358	SH	SOLE	5358	0	0
CAMPBELL SOUP CO	COM	134429109	389	12000	SH	SOLE	12000	0	0
CARDINAL HEALTH INC	COM	14149y108	715	9600	SH	SOLE	9600	0	0
CAREMARK RX INC	COM	141705103	1008	20500	SH	SOLE	20500	0	0
CARNIVAL CORP	PAIRED CTF	143658300	857	18100	SH	SOLE	18100	0	0
CATERPILLAR INC DEL	COM	149123101	1163	16200	SH	SOLE	16200	0	0
CBL & ASSOC PPTYS INC	COM	124830100	17663	416100	OSH	SOLE	416100	0	0
CBS CORP NEW	CL B	124857202	296	12360	SH	SOLE	12360	0	0
CHEVRON CORP NEW	COM	166764100	2496	43051	SH	SOLE	43051	0	0
CIGNA CORP	COM	125509109	833	6375	SH	SOLE	6375	0	0
CINERGY CORP	COM	172474108	620	13657	SH	SOLE	13657	0	0
CISCO SYS INC	COM	17275R102	658	30353	SH	SOLE	30353	0	0
CITIGROUP INC	COM	172967101	5177	109608	4SH	SOLE	109608	0	0
COCA COLA CO	COM	191216100	3348	79959	SH	SOLE	79959	0	0
COLGATE PALMOLIVE CO	COM	194162103	1223	21420	SH	SOLE	21420	0	0
COLONIAL BANCGROUP INC	COM	195493309	246	9827	SH	SOLE	9827	0	0
CONOCOPHILLIPS	COM	20825C104	1241	19650	SH	SOLE	19650	0	0
CONSOLIDATED EDISON INC	COM	209115104	452	10400	SH	SOLE	10400	0	0
CRESCENT REAL ESTATE EQUITIE	COM	225756105	305	14457	SH	SOLE	14457	0	0
CVS CORP	COM	126650100	806	27000	SH	SOLE	27000	0	0
DELL INC	COM	24702r101	1926	64734	SH	SOLE	64734	0	0
DEVON ENERGY CORP NEW	COM	25179M103	220	3600	SH	SOLE	3600	0	0
DISNEY WALT CO	COM DISNEY	254687106	1201	43071	SH	SOLE	43071	0	0
DOMINION RES INC VA NEW	COM	25746u109	1941	28119	SH	SOLE	28119	0	0
DUKE ENERGY CORP	COM	264399106	691	23700	SH	SOLE	23700	0	0
ENBRIDGE ENERGY - \$3 7 STOCK D	COM	511557100	372	8726	SH	SOLE	8726	0	0
ENBRIDGE ENERGY PARTNERS L P	COM	29250r106	356	8153	SH	SOLE	8153	0	0
ENTERGY CORP NEW	COM	29364G103	773	11218	SH	SOLE	11218	0	0
ENTERPRISE PRODS PARTNERS L	COM	293792107	2452	99312	SH	SOLE	99312	0	0
EOG RESOURCES	COM	293562104	1105	15350	SH	SOLE	15350	0	0
EXXON MOBIL	COM	302290101	1255	20621	SH	SOLE	20621	0	0
FEDERAL HOME LN MTG CORP	COM	313400301	537	8800	SH	SOLE	8800	0	0
FEDEX CORP	COM	31428x106	2222	19675	SH	SOLE	19675	0	0
FIRST DATA CORP	COM	319963104	322	6880	SH	SOLE	6880	0	0
FIRST HORIZON NAT'L	COM	337162101	521	12500	SH	SOLE	12500	0	0
FISHER SCIENTIFIC INTL INC	COM NEW	338032204	694	10200	SH	SOLE	10200	0	0
FPL GROUP INC	COM	302571104	885	22052	SH	SOLE	22052	0	0
GENENTECH INC	COM NEW	368710406	2561	30300	SH	SOLE	30300	0	0
GENERAL ELECTRIC CO	COM	369604103	4183	120264	2SH	SOLE	120264	0	0
GENERAL GROWTH PPTYS INC	COM	370021107	2011	41150	SH	SOLE	41150	0	0
GLAXOSMITHKLINE PLC	SPONSORED ADR	37733w105	513	9800	SH	SOLE	9800	0	0
GOLDMAN SACHS GROUP INC	COM	38141g104	1099	7000	SH	SOLE	7000	0	0
HALLIBURTON CO	COM	406216101	618	8470	SH	SOLE	8470	0	0
HCA INC	COM	404119109	637	13910	SH	SOLE	13910	0	0
HERSHEY CO	COM	427866108	292	5600	SH	SOLE	5600	0	0
HOME DEPOT INC	COM	437076102	686	16210	SH	SOLE	16210	0	0
INTEL CORP	COM	458140100	1936	99479	SH	SOLE	99479	0	0
INTERNATIONAL BUSINESS MACHS	COM	459200101	1928	23384	SH	SOLE	23384	0	0
JOHNSON & JOHNSON	COM	478160104	2406	40621	SH	SOLE	40621	0	0
JP MORGAN CHASE & CO	COM	46625h100	1190	28578	SH	SOLE	28578	0	0
KELLOGG CO	COM	487836108	539	12246	SH	SOLE	12246	0	0
KIMBERLY CLARK CORP	COM	494368103	266	4600	SH	SOLE	4600	0	0
KINDER MORGAN ENERGY PARTNER	UT LTD PARTNER	494550106	3325	69018	SH	SOLE	69018	0	0
KINDER MORGAN MANAGEMENT LLC	SHS	49455U100	584	13283	SH	SOLE	13283	0	0
L-3 COMMUNICATIONS HLDGS INC	COM	502424104	1643	19151	SH	SOLE	19151	0	0
LAUDER ESTEE COS INC	CL A	518439104	1348	36250	SH	SOLE	36250	0	0
LIBERTY MEDIA CORP NEW	COM SER A	530718105	426	51872	SH	SOLE	51872	0	0
LILLY ELI & CO	COM	532457108	2378	43010	SH	SOLE	43010	0	0
LL & E RTY TR	UNIT BEN INT	502003106	53	23000	SH	SOLE	23000	0	0
LOCKHEED MARTIN CORP	COM	539830109	222	2956	SH	SOLE	2956	0	0
LOWES COS INC	COM	548661107	1077	16721	SH	SOLE	16721	0	0
LUCENT TECHNOLOGIES INC	COM	549463107	69	22636	SH	SOLE	22636	0	0
MACERICH CO	COM	554382101	862	11660	SH	SOLE	11660	0	0
MAGELLAN MIDSTREAM PRTRNS LP	COM UNIT RP LP	559080106	1841	56017	SH	SOLE	56017	0	0
MANULIFE FINL CORP	COM	56501R106	252	4018	SH	SOLE	4018	0	0
MARRIOTT INT'L	COM	571900109	926	13500	SH	SOLE	13500	0	0
MEDCO HEALTH SOLUTIONS INC	COM	58405u102	1671	29205	SH	SOLE	29205	0	0
MELLON FIN'L	COM	585509102	343	9648	SH	SOLE	9648	0	0
MERCK & CO INC	COM	589331107	233	6600	SH	SOLE	6600	0	0
MGIC INVT CORP WIS	COM	552848103	320	4800	SH	SOLE	4800	0	0
MICROSOFT CORP	COM	594918104	1917	70459	SH	SOLE	70459	0	0
MORGAN STANLEY	COM NEW	617446448	817	13008	SH	SOLE	13008	0	0
MOTOROLA INC	COM	620076109	242	10553	SH	SOLE	10553	0	0
NORFOLK SOUTHERN CORP	COM	655844108	1352	25000	SH	SOLE	25000	0	0
NORTHERN BORDER PARTNERS L P	UNIT LTD PARTN	664785102	1723	35950	SH	SOLE	35950	0	0
NORTHROP GRUMMAN CORP	COM	666807102	222	3250	SH	SOLE	3250	0	0

NYSE GROUP INC	COM	62949w103	238	3000 SH	SOLE	3000	0	0
PEPSICO INC	COM	713448108	2790	48275 SH	SOLE	48275	0	0
PFIZER INC	COM	717081103	655	26272 SH	SOLE	26272	0	0
PLAINS ALL AMERN PIPELINE L	UNIT LTD PARTN	726503105	1374	30550 SH	SOLE	30550	0	0
PNC FINL SVCS GROUP INC	COM	693475105	973	14450 SH	SOLE	14450	0	0
PRAXAIR INC	COM	74005P104	392	7100 SH	SOLE	7100	0	0
PROCTER & GAMBLE CO	COM	742718109	4174	72433 SH	SOLE	72433	0	0
SCHERING PLOUGH CORP	COM	806605101	915	48200 SH	SOLE	48200	0	0
SCHLUMBERGER LTD	COM	806857108	570	4500 SH	SOLE	4500	0	0
SCHOLASTIC CORP	COM	807066105	294	11000 SH	SOLE	11000	0	0
SIMON PPTY GROUP INC NEW	COM	828806109	4130	49082 SH	SOLE	49082	0	0
SOUTHERN CO	COM	842587107	510	15550 SH	SOLE	15550	0	0
SOUTHERN UN CO NEW	COM	844030106	791	31854 SH	SOLE	31854	0	0
SPRINT NEXTEL CORP	COM FON	852061100	396	15331 SH	SOLE	15331	0	0
STATE STR CORP	COM	857477103	242	4000 SH	SOLE	4000	0	0
STERICYCLE INC	COM	858912108	233	3450 SH	SOLE	3450	0	0
TAUBMAN CTRS INC	COM	876664103	850	20400 SH	SOLE	20400	0	0
TEPPCO PARTNERS L P	UT LTD PARTNER	872384102	974	26830 SH	SOLE	26830	0	0
TEXAS INSTRS INC	COM	882508104	634	19539 SH	SOLE	19539	0	0
TXU	COM	882848104	788	17602 SH	SOLE	17602	0	0
TYCO INTL LTD NEW	COM	902124106	1079	40135 SH	SOLE	40135	0	0
UNITED PARCEL SERVICE INC	CL B	911312106	432	5440 SH	SOLE	5440	0	0
UNITED TECHNOLOGIES CORP	COM	913017109	1108	19108 SH	SOLE	19108	0	0
UNITEDHEALTH GROUP INC	COM	91324p102	5065	90680 SH	SOLE	90680	0	0
UNIVISION COMMUNICATIONS INC	CL A	914906102	862	25000 SH	SOLE	25000	0	0
VIACOM INC NEW	CL B	92553P201	505	13008 SH	SOLE	13008	0	0
VODAFONE GROUP PLC NEW	SPONSORED ADR	92857w100	372	17813 SH	SOLE	17813	0	0
VORNADO RLTY TR	SH BEN INT	929042109	236	2455 SH	SOLE	2455	0	0
WACHOVIA CORP 2ND NEW	COM	929903102	722	12886 SH	SOLE	12886	0	0
WAL MART STORES INC	COM	931142103	1811	38341 SH	SOLE	38341	0	0
WASHINGTON MUT INC	COM	939322103	586	13747 SH	SOLE	13747	0	0
WELLPOINT	COM	03674b104	2234	28853 SH	SOLE	28853	0	0
WELLS FARGO & CO NEW	COM	949746101	1287	20149 SH	SOLE	20149	0	0
WHOLE FOODS MKT INC	COM	966837106	253	3807 SH	SOLE	3807	0	0
ZIMMER HLDGS INC	COM	98956p102	855	12650 SH	SOLE	12650	0	0

</TABLE>